

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>In re:</b>	§	<b>CHAPTER 11</b>
	§	
<b>BASIC ENERGY SERVICES, INC., et</b>	§	<b>Case No. 21-90002</b>
<b>al.,</b>	§	
	§	<b>(Jointly Administered)</b>
	§	
<b>Debtors.<sup>1</sup></b>	§	
	§	
<hr/>	§	
<b>PPC ENERGY, LP and PRIEST</b>	§	
<b>PETROLEUM CORPORATION,</b>	§	
	§	
<b>Plaintiffs,</b>	§	<b>Adversary No. 23-03208</b>
	§	
<b>vs.</b>	§	
	§	
<b>SELECT ENERGY SERVICES, LLC,</b>	§	
	§	
<b>Defendant.</b>	§	

## DEFENDANT'S EXHIBIT LIST FOR OCTOBER 26, 2023 HEARING

Defendant Select Energy Services, LLC n/k/a Select Water Solutions, LLC files this exhibit list (the “***Exhibit List***”) for the hearing scheduled for **October 26, 2023, at 4:00 p.m.** Central Time (or as such hearing may be continued or rescheduled, the “***Hearing***”). Defendant reserves the right to supplement or amend this Exhibit List at any time prior to or during the Hearing.

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Basic Energy Services, L.P. (1819); Basic Energy Services, Inc. (1194); C&J Well Services, Inc. (5684); KVS Transportation, Inc. (4882); Indigo Injection #3, LLC (7657); Basic Energy Services GP, LLC (1197); Basic Energy Services LP, LLC (1195); Taylor Industries, LLC (7037); SCH Disposal, L.L.C. (8335); Agua Libre Holdco LLC (3092); Agua Libre Asset Co LLC (1409); Agua Libre Midstream LLC (6701); and Basic ESA, Inc. (2279). The Debtors' headquarters and service address for the purposes of these chapter 11 cases is 801 Cherry Street, Suite 2100, Fort Worth, Texas 76102.

Defendant may offer any one or more of the following exhibits at the Hearing:

EXHIBIT	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE	DISPOSITION
1.	<p>Appendix Supporting Defendant's Motion to Dismiss [Adv. Docket No. 5-1], containing the following documents:</p> <p>A. Executed Asset Purchase Agreement by and between Basic Energy Services, L.P. and Agua Libre Midstream, LLC, as Sellers, Select Energy Services, Inc., as Parent, and Select Energy Services, LLC, as Buyer, dated as of August 17, 2021, together with selected exhibits and Schedule 3.08 (the "<b>APA</b>");</p> <p>B. Assumption Agreement by and among Basic Energy Services, L.P., Agua Libre Midstream LLC, and Complete Energy Services, LLC dated October 1, 2021;</p> <p>C. Assumption Agreement by and among Basic Energy Services, L.P., Agua Libre Midstream LLC, and Select Agua Libre Midstream, LLC dated October 1, 2021;</p> <p>D. Assumption Agreement by and among Basic Energy Services, L.P., Agua Libre Midstream LLC, and Select Energy Services, LLC dated October 1, 2021;</p> <p>E. Basic Energy Services, LP's Notice of Appeal dated August 9, 2023 in <i>PPC Energy, LP, et al. v. Basic Energy Services, LP, et al.</i>, Cause No. 20-01-23355-CVR, in the 143<sup>rd</sup> Judicial District Court of Reeves County, Texas (the "<b>Reeves County Case</b>");</p> <p>F. Final Judgment dated May 12, 2023 in the Reeves County Case (the "<b>Negligence Judgment</b>");</p> <p>G. Plaintiffs' Second Amended Petition and Plea in Avoidance dated March 1, 2021 in the Reeves County Case (the "<b>Reeves County Petition</b>"); and</p> <p>H. PPC Energy, LP and Priest Petroleum Corporation's Answer to Plaintiffs' Original Complaint and Original Counterclaim dated November 2, 2022 in <i>Aspen Managing Agency Limited et al. v. Basic Energy Services, LP et al.</i>, S.D. Tex. No. 4:22-CV-03215 (the "<b>Insurance Counterclaim</b>")</p>					

EXHIBIT	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE	DISPOSITION
2.	Schedules of Assets and Liabilities for Basic Energy Services, L.P. [Main Docket No. 296]					
3.	Order (I) Approving (A) the Sale of the Water Logistics Business of the Debtors Free and Clear of All Liens, Claims, Interests, and Encumbrances and (B) the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (II) Granting Related Relief [Main Docket No. 438] (the “ <i>Sale Order</i> ”)					
4.	Stipulation and Order Granting Limited Relief from the Automatic Stay Regarding PPC Energy, LP and Priest Petroleum Corporation Litigation [Main Docket No. 497] (the “ <i>Lift-Stay Order</i> ”)					
5.	Order Confirming the Debtors’ Combined Plan of Liquidation and Approving on a Final Basis the Disclosure Statement of Basic Energy Services, Inc. and its Affiliated Debtors Pursuant to Chapter 11 of the Bankruptcy Code [Main Docket No. 1436] (the “ <i>Confirmation Order</i> ”)					
6.	Joint Discovery/Case Management Plan [Adv. Docket No. 10]					
7.	Any motions, pleadings, or other documents filed in these chapter 11 cases (including any exhibits and attachments thereto)					
8.	Any exhibits needed to rebut materials presented by any other party					
9.	Any exhibit designated by any other party					

Dated: October 24, 2023

Respectfully submitted,

/s/ Jordan W. Leu

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*Attorneys for Defendant*

### **CERTIFICATE OF SERVICE**

I certify that on October 24, 2023, a true and correct copy of the foregoing instrument was filed with the Clerk of the Court using the CM/ECF system, which will send electronic notification of such filing to all counsel of record.

/s/ Thomas P. Mitsch

Thomas P. Mitsch

4877-5477-8250